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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-11  
EMPLOYEE MATTERS (GENERAL)  
483.0 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Employee Matters (General)

Bill Date: 03/31/07  
Bill Number: 1156471

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/01/07	0.90	PREPARE FOR (0.2) AND ATTEND (0.5) MEETING WITH R. O'NEAL AT COMPANY IN TROY RE: EMPLOYEE MATTERS; REVIEW EMAIL FROM C. NAYLOR RE: EMPLOYEE MATTERS (0.2).
BUTLER, JR. J	02/02/07	0.40	CONTINUE TO REVIEW MATERIALS FOR 2007 AIP PROGRAM (0.2); EMAILS FROM/TO J. SHEEHAN AND R. EISENBERG RE: SAME (0.2).
BUTLER, JR. J	02/03/07	0.80	CONTINUE TO REVIEW MATERIALS FOR 2007 AIP PROGRAM INCLUDING REVIEW PRESENTATION MATERIALS FROM J. SHEEHAN (0.8).
BUTLER, JR. J	02/05/07	1.40	PREPARE FOR (0.2) AND ATTEND (1.2) MANAGEMENT MEETINGS AT COMPANY IN TROY RE: EXECUTIVE COMPENSATION DESIGN MATTERS.
BUTLER, JR. J	02/13/07	0.80	REVIEW REVISED WATSON WYATT REPORT RE: EXECUTIVE COMPENSATION PROGRAM DESIGN (0.8).
BUTLER, JR. J	02/15/07	0.40	CONTINUE TO REVIEW EXECUTIVE COMPENSATION PROGRAM DESIGN INCLUDING FOLLOW-UP RE CIC MATTERS (0.4).
BUTLER, JR. J	02/16/07	0.40	REVIEW PRELIMINARY TRIAL PREPARATION FOR MARCH 22ND OMNIBUS HEARING ON KECF-AIP FOR FIRST HALF OF 2007 (0.4).
BUTLER, JR. J	02/20/07	0.70	CONTINUE TO REVIEW KECF-AIP PROGRAM FOR SECOND HALF 2006 AND FIRST HALF 2007 (0.3); EMAILS FROM/TO M. WEBER RE: SAME (0.2); TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.2).
BUTLER, JR. J	02/21/07	0.40	FOLLOW-UP ON 2ND HALF 2006 KECF-AIP MATTERS INCLUDING CREDITORS COMMITTEE DETERMINATION RE FINAL AIP CALCULATION (0.2); EMAILS FROM J. SHEEHAN, D. ALEXANDER AND M. WEBER RE SAME (0.2).
BUTLER, JR. J	02/25/07	0.30	FOLLOW-UP ON 2ND HALF 2006 KECF-AIP MATTERS INCLUDING EMAILS FROM/TO J. SHEEHAN AND TO/FROM B. ROSENBERG (0.3).
BUTLER, JR. J	02/26/07	1.40	CONTINUE TO WORK ON 2007 1ST HALF AIP SUPPLEMENT MATTERS (0.7); MEETING WITH M. WEBER AT COMPANY IN TROY RE: CIC MATTERS AND AIP PAYMENT MATTERS (0.3); MEETING WITH D. SHERBIN AT COMPANY IN TROY RE: SAME (0.2); EMAILS TO/FROM SENIOR MANAGEMENT TEAM RE: SAME (0.2).
BUTLER, JR. J	02/27/07	0.70	MEET WITH R. O'NEAL IN MICHIGAN RE: EMPLOYEE MATTERS (0.7).

8.60

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HOGAN III AL	02/14/07	2.60	TELECONFERENCE WITH D. ALEXANDER RE: AIP FILING (0.5); REVIEW PRIOR AIP PLEADINGS AND RULINGS, AND OUTLINE STRATEGY WITH RESPECT TO SUPPLEMENTAL FILING (2.1).
HOGAN III AL	02/15/07	2.90	FOLLOW-UP TELECONFERENCE WITH D. ALEXANDER E: AIP PREPARATION (0.6); CONTINUE REVIEW OF AIP PAPERS AND PLANNING STRATEGY FOR NEXT AIP FILING (2.3).
HOGAN III AL	02/16/07	0.80	CONTINUE WORK ON FRAMEWORK FOR AIP PLEADINGS AND WITNESSES (0.8).
HOGAN III AL	02/26/07	3.30	ANALYZE COMPENSATION MATERIALS AND COMPANY DISCLOSURES IN LIGHT OF PLANNED AIP FILINGS (0.6); EDIT AND REVISE DRAFT AIP PAPERS (2.7).
HOGAN III AL	02/27/07	1.40	WORK ON AIP PLEADINGS, AND TELECONFERENCE WITH J. SHEEHAN IN CONNECTION WITH SAME (1.4).
HOGAN III AL	02/28/07	4.00	REVIEW AND EDIT DRAFT AIP PLEADINGS (2.8); TELECONFERENCES WITH J. SHEEHAN, D. ALEXANDER, AND M. WEBER RE: SAME (1.2).
		<b>15.00</b>	
LEFF NM	02/02/07	1.10	REVIEW CIC DEFINITION AND 10-K (1.1).
LEFF NM	02/06/07	2.70	COMPENSATION COMMITTEE MEETING (2.7).
LEFF NM	02/08/07	0.40	REVIEW POTENTIAL RSU ISSUE (0.4).
LEFF NM	02/09/07	1.80	TELECONFERENCE RE: GM TAX ISSUE AND STATUS OF RSU'S (1.8).
LEFF NM	02/11/07	1.40	PREPARE FOR COMPENSATION COMMITTEE MEETING TOMORROW (1.4).
LEFF NM	02/12/07	2.80	COMPENSATION COMMITTEE MEETING; TELECONFERENCE WITH BUBNOVICH (2.8).
LEFF NM	02/14/07	1.50	REVIEW UPDATED WATSON WYATT. REPORT AND CD&A (1.5).
LEFF NM	02/15/07	2.70	REVIEW DISCLOSURES; TELECONFERENCE WITH D. ALEXANDER (2.7).
LEFF NM	02/16/07	2.10	REVISIONS TO EMPLOYMENT AND CIC AGREEMENTS (2.1).
		<b>16.50</b>	
<b>Total Partner</b>		<b>40.10</b>	
MATZ TJ	02/21/07	1.60	CONSIDER '07 AIP MOTION MATERIALS (0.6); REVIEW AIP MATERIALS FOR FIRST HALF OF '07 AIP MOTION (0.8); TELECONFERENCE WITH L. PETERSEN RE: SAME (0.2).
MATZ TJ	02/22/07	0.30	TELECONFERENCE WITH L. PETERSEN RE: AIP MOTION IN MARCH (0.3).

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MATZ TJ	02/27/07	0.20	TELECONFERENCE WITH L. PETERSEN RE: AIP (0.2).
MATZ TJ	02/28/07	0.40	CONSIDER AIP MATTER (0.4).
		<b>2.50</b>	
<b>Total Counsel</b>		<b>2.50</b>	
CAMPANARIO ND	02/08/07	3.70	UPDATE LEGAL RESERACH RE: EMERGENCE INCENTIVE COMPENSATION FOR KEY EMPLOYEES (3.7).
CAMPANARIO ND	02/09/07	1.90	UPDATE LEGAL RESEARCH RE: EMERGENCE INCENTIVE COMPENSATION TO KEY EMPLOYEES (1.9).
CAMPANARIO ND	02/14/07	4.00	REVIEW TRANSCRIPTS OF FEBRUARY 2006 AND JULY 2006 HEARINGS ON KECP MOTION (2.3); UPDATE LEGAL RESEARCH RE: EMERGENCE INCENTIVE COMPENSATION FOR KEY EMPLOYEES (1.7).
CAMPANARIO ND	02/15/07	5.60	FORMULATE STRATEGY RE: SECOND SUPPLEMENT TO KECP MOTION (1.0) AND PREPARE OUTLINE OF SAME (2.1); LEGAL RESEARCH RE: SAME (2.5).
CAMPANARIO ND	02/16/07	5.70	BEGIN DRAFTING SECOND SUPPLEMENT TO KECP MOTION (3.2); LEGAL RESEARCH RE: SAME (2.5).
CAMPANARIO ND	02/19/07	6.10	CONTINUE DRAFTING SECOND SUPPLEMENT TO KECP MOTION (6.1).
CAMPANARIO ND	02/20/07	2.80	CONTINUE DRAFTING SECOND SUPPLEMENT TO KECP MOTION (2.7); TELECONFERENCE WITH D. ALEXANDER RE: SAME (0.1).
CAMPANARIO ND	02/21/07	8.10	COMPLETE DRAFTING SECOND SUPPLEMENTL TO KECP MOTION (6.3); BEGIN DRAFTING DECLARATION IN SUPPORT OF SAME (1.8).
CAMPANARIO ND	02/22/07	8.30	COMPLETE DRAFTING DECLARATION IN SUPPORT OF SECOND SUPPLEMENT TO KECP MOTION (8.3).
CAMPANARIO ND	02/23/07	1.10	REVISE SECOND SUPPLEMENT TO KECP MOTION (0.4) AND DECLARATION IN SUPPORT OF SAME (0.2); PREPARE DRAFT LIST OF EXHIBITS (0.5).
		<b>47.30</b>	
FERN BM	02/01/07	0.20	REVIEW LETTER TO COURT RE: KECP (0.2).
FERN BM	02/07/07	0.80	DRAFT SCRIPT RE: KECP FOR FEBRUARY OMNIBUS HEARING (0.6); REVISE KECP SCRIPT AS PER DISCUSSIONS WITH D. ALEXANDER (0.2).
FERN BM	02/08/07	0.50	REVIEW AND REVISE SCRIPT FOR KECP MOTION (0.5).
FERN BM	02/09/07	0.30	REVIEW ISSUES RE: TIMING OF SUPPLEMENTAL AIP (0.3).

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FERN BM	02/14/07	1.30	REVIEW UPDATE RE: SUPPLEMENTAL AIP (0.2); FORMULATE STRATEGY RE: SECOND SUPPLEMENTAL AIP (0.5); ADDITIONAL ATTENTION TO ISSUES RE: SUPPLEMENTAL AIP (0.6) .
FERN BM	02/15/07	5.50	REVIEW AND ANALYZE DOCUMENTS RE: SECTOR REALIGNMENTS (0.8); REVIEW ISSUES RE: PLEADINGS RELATED TO SUPPLEMENTAL AIP (0.5); FORMULATE STRATEGY RE: KECP EMERGENCE (0.4); DRAFT BUBNOVICH DECLARATION RE: SUPPLEMENTAL AIP (3.8) .
FERN BM	02/16/07	5.40	CONTINUE DRAFTING BUBNOVICH DECLARATION (2.6); BEGIN DRAFTING DECLARATION FOR COMPENSATION COMMITTEE MEMBER (2.8) .
FERN BM	02/17/07	0.20	REVIEW PROPOSED PAYOUT CURVES FOR SUPPLEMENTAL AIP (0.2) .
FERN BM	02/19/07	2.20	UPDATE BUBNOVICH DECLARATION (1.1); REVIEW PROPOSED ORDER FOR SUPPLEMENTAL AIP (0.4); EMAIL TO N. BUBNOVICH RE: DRAFT DECLARATION (0.2); ATTENTION TO ISSUES RE: AIP FOR 1H 2007 (0.5) .
FERN BM	02/20/07	0.40	ATTENTION TO ISSUES RE: SEEKING AUTHORITY FOR AIP (0.4) .
FERN BM	02/21/07	1.20	ATTENTION TO ISSUES RE: AIP FOR 1H 2007 (0.3); REVIEW PLEADINGS RE: DURA'S INCENTIVE COMPENSATION PLAN (0.3); REVIEW AND REVISE DECLARATIONS IN SUPPORT OF AIP (0.6) .
FERN BM	02/22/07	2.60	REVIEW AND REVISE 10-K LANGUAGE RE: AIP (0.3); FORMULATE STRATEGY RE: AIP (0.4); ATTENTION TO ISSUES RE: TARGETS FOR 1H 2007 AIP (0.6); REVIEW SUPPLEMENT TO AIP AND ANALYZED ISSUES RE: SAME (1.3) .
FERN BM	02/23/07	3.80	ADDITIONAL COMMENTS TO 10-K RE: AIP (0.3); TELECONFERENCE WITH N. BUBNOVICH RE: DECLARATION (0.2); REVISE BUBNOVICH DECLARATION (0.6); FORMULATE STRATEGY RE: 2007 AIP (1.0); REVISE PLEADINGS RE: 2007 AIP (1.7) .
FERN BM	02/24/07	0.30	EMAILS TO/FROM J. SHEEHAN RE: AIP (0.3) .
FERN BM	02/26/07	5.80	FORMULATE STRATEGY RE: 2007 AIP (0.5); REVISE SHEEHAN DECLARATION (1.2); REVISE C. NAYLOR DECLARATION (1.8); ADDITIONAL REVISIONS TO NAYLOR DECLARATION (1.1); REVISE BUBNOVICH DECLARATION (0.5); REVIEW AND REVISE SHEEHAN AND NAYLOR DECLARATIONS (0.7) .

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FERN BM	02/27/07	7.20	FORMULATE STRATEGY RE: 1H 2007 AIP (0.5); REVISE SHEEHAN DECLARATION (0.3); EMAIL TO J. SHEEHAN RE: AIP (0.2); ATTENTION TO ISSUES RE: COMPENSATION OPPORTUNITIES UNDER AIP (0.5); ATTENTION TO ISSUES RE: SERVICE OF PLEADINGS FOR AIP (0.5); TELECONFERENCE WITH J. SHEEHAN RE: AIP (0.5); REVIEW DOCUMENTS RE: DEVELOPMENT OF BUSINESS PLAN (0.6); REVISE SHEEHAN DECLARATION (2.1); ATTENTION TO ISSUES RE: TERMS OF AIP (0.8); REVISE OTHER PLEADINGS RE: AIP (1.2).
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FERN BM	02/28/07	7.20	ATTENTION TO PLEADINGS RE: 1H 2007 AIP (1.3); FORMULATE STRATEGY RE: SERVICE OF AIP (0.5); REVISE PLEADINGS FOR AIP (3.8); REVIEW SUMMARY OF PRELIMINARY BUSINESS PLAN (0.9); DRAFT PRESENTATION SLIDES RE: KECF (0.7).
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44.90

SCHOHN E	02/12/07	2.00	PARTICIPATE IN COMPENSATION COMMITTEE CALL RE: COMPENSATION PROGRAM AND POLICIES (2.0).
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SCHOHN E	02/14/07	1.30	REVIEW AND COMMENT ON CD&A (1.3).
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SCHOHN E	02/15/07	1.20	REVIEW PROXY (1.2).
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SCHOHN E	02/19/07	1.60	PARTICIPATE IN COMPENSATION COMMITTEE MEETING RE: CD&A (1.6).
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SCHOHN E	02/20/07	1.20	AMEND SEVERANCE AND CIC AGREEMENTS PER COMPENSATION COMMITTEE INSTRUCTIONS (1.2).
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SCHOHN E	02/21/07	1.10	REVIEW CD&A (0.8); REVISE SEVERANCE AND CIC AGREEMENTS (0.3).
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8.40

Total Associate		100.60	
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CHAVALI A	02/21/07	0.50	<del>SEARCH FOR KECF PRECEDENT MOTIONS (0.5).</del>
CHAVALI A	02/23/07	0.80	<del>PRECEDENT RESEARCH FOR KECF MOTION (0.8).</del>
CHAVALI A	02/27/07	0.30	<del>DISTRIBUTE DECLARATION FOR AIP FILING (0.3).</del>
		1.60	

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ROSEN R	02/27/07	1.10	COMPILE, REVIEW 6/29 KECP SUPPLEMENT SERVICE LISTS, DOCUMENTS' SERVICE PROCEDURES WITH E. GERSHBEIN, KCC IN PREPARATION FOR UPCOMING FILING (0.9); REVIEW SAME WITH TEAM ATTORNEY (0.2).
ROSEN R	02/28/07	0.90	REVIEW SERVICE LISTS, DOCUMENTS' SERVICE PROCEDURES RE: UPCOMING KECP SUPPLEMENT FILING WITH E. GERSHBEIN, KCC (0.9).
		2.00	
Total Legal Assistant		3.60	
TOTAL TIME		<u>146.80</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Employee Matters (General)

Bill Date: 03/31/07  
Bill Number: 1156471

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	02/05/07	Leff NM	1,074.00
		<b>TOTAL AIR/RAIL TRAVEL - VENDOR FEED</b>	<b>\$1,074.00</b>
In-house Reproduction	02/09/07	Copy Center, D	25.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$25.00</b>
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	1.04
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	2.94
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	0.11
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	0.12
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	1.79
		<b>TOTAL TELEPHONE EXPENSE-ECRS ONLY</b>	<b>\$6.00</b>
Westlaw	02/14/07	Campanario ND	67.40
Westlaw	02/15/07	Campanario ND	202.18
Westlaw	02/16/07	Campanario ND	269.56
Westlaw	02/19/07	Campanario ND	50.86
		<b>TOTAL WESTLAW</b>	<b>\$590.00</b>
Reproduction - color	02/24/07	Copy Center, D	49.00
		<b>TOTAL REPRODUCTION - COLOR</b>	<b>\$49.00</b>
Air/Rail Travel (external)	01/28/07	Butler, Jr. J	230.00
		<b>TOTAL AIR/RAIL TRAVEL (EXTERNAL)</b>	<b>\$230.00</b>
Out-of-Town Travel	01/28/07	Butler, Jr. J	10.51
Out-of-Town Travel	01/28/07	Butler, Jr. J	95.28
Out-of-Town Travel	01/28/07	Butler, Jr. J	220.04
Out-of-Town Travel	02/05/07	Leff NM	92.09
Out-of-Town Travel	02/06/07	Leff NM	80.08



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Disbursement	Date	Vendor/Employee/Dept.	Amount
		TOTAL OUT-OF-TOWN TRAVEL	\$498.00
Messengers/ Courier	02/25/07	Arrow Messenger Svc	46.00
		TOTAL MESSENGERS/ COURIER	\$46.00
Out-of-Town Meals	01/28/07	Butler, Jr. J	21.01
Out-of-Town Meals	02/05/07	Leff NM	34.06
Out-of-Town Meals	02/05/07	Leff NM	202.39
Out-of-Town Meals	02/05/07	Leff NM	6.26
Out-of-Town Meals	02/06/07	Leff NM	26.19
Out-of-Town Meals	02/06/07	Leff NM	17.09
		TOTAL OUT-OF-TOWN MEALS	\$307.00
		TOTAL MATTER	\$2,825.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Employee Matters (General)

Bill Date: 04/30/07  
Bill Number: 1156504

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/01/07	0.70	CONTINUE TO WORK ON 2007 1ST HALF AIP SUPPLEMENT MATTERS INCLUDING EMAILS FROM/TO J. SHEEHAN AND D. SHERBIN (0.3); REVIEW AIP PLEADINGS (0.4).
BUTLER, JR. J	03/02/07	2.60	CONTINUE TO WORK ON 2007 1ST HALF AIP SUPPLEMENT MATTERS (0.9); CONFERENCE WITH J. SHEEHAN IN TROY (0.2) AND EMAIL TO B. ROSENBERG RE: TIMETABLE (0.1); EMAIL FROM/TO M. BROUDE RE: SAME (0.1); PREPARE FOR AND ATTEND MEETING WITH M. WEBER AND K. BUTLER AT COMPANY IN TROY RE: EXECUTIVE COMPENSATION DESIGN MATTERS (0.8); TELECONFERENCE WITH C. NAYLOR RE: SAME (0.2); REVIEW COMPENSATION MATERIALS FROM N. BUBNOVICH (0.3).
BUTLER, JR. J	03/06/07	0.40	CONTINUE TO WORK ON 2007 1ST HALF AIP SUPPLEMENT MATTERS INCLUDING EMAILS FROM/TO A. LEONHARD (0.2); REVIEW MARCH 22ND WITNESS MATTERS INCLUDING EMAILS FROM/TO M. WEBER (0.2).
BUTLER, JR. J	03/07/07	0.40	CONTINUE TO WORK ON EXECUTIVE COMPENSATION PROGRAM DESIGN MATTERS INCLUDING EMAILS FROM/TO D. SHERBIN (0.2); REVISE FINAL VERSION OF COMPENSATION DESIGN PHILOSOPHY STATEMENT (0.2).
BUTLER, JR. J	03/08/07	0.20	CONTINUE TO WORK ON 1ST HALF 2007 KECP-AIP MATTERS INCLUDING REVIEW OF NEGOTIATED CURVES AND RELATED MATTERS (0.2).
BUTLER, JR. J	03/09/07	0.60	CONTINUE TO WORK ON 1ST HALF 2007 KECP-AIP MATTERS INCLUDING REVIEW PLEADINGS (0.4) AND EMAILS FROM/TO J. SHEEHAN (0.2).
BUTLER, JR. J	03/12/07	0.70	FINALIZE 1ST HALF 2007 KECP-AIP MATTERS INCLUDING AGREEMENT WITH CREDITORS' COMMITTEE AND FINAL PLEADINGS (0.5); CONFERENCES WITH J. SHEEHAN AND S. CORCORAN AT COMPANY RE: SAME (0.2).
BUTLER, JR. J	03/16/07	0.60	BEGIN TO PREPARE FOR MARCH 22ND OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: KECP-AIP MOTION INCLUDING TECHNICAL CORRECTION REQUIRED TO PAYOUT CURVE TABLES (0.4); EMAIL FROM/TO D. SHERBIN AND J. ENGLAR RE: CHANGE IN CONTROL AGREEMENT PROVISION (0.2).

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BUTLER, JR. J	03/21/07	3.90	CONTINUE TO PREPARE FOR MARCH 22ND OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: KEC-P-AIP MOTION INCLUDING REVIEW AND FINALIZE OMNIBUS REPLY (1.6); WITNESS PREPARATION (0.8); REVIEW AND FINALIZE JOINT EXHIBITS (0.4); AND GENERAL TRIAL PREPARATION (1.1).
BUTLER, JR. J	03/22/07	3.20	PREPARE FOR (1.3) AND ATTEND (1.9) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: KEC-P-AIP MOTION.
BUTLER, JR. J	03/24/07	0.30	FOLLOW-UP ON MARCH 22ND OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: KEC-P-AIP MOTION INCLUDING REVIEW OF PROPOSED ORDER (0.3).
BUTLER, JR. J	03/25/07	0.60	FOLLOW-UP ON MARCH 22ND OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: KEC-P-AIP MOTION INCLUDING CONTINUED REVIEW AND REVISION OF SECOND SUPPLEMENTAL AIP ORDER (0.4); EMAILS TO/FROM J. SHEEHAN RE: SAME (0.2).
BUTLER, JR. J	03/26/07	0.90	CONTINUE TO FOLLOW-UP ON MARCH 22ND OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: KEC-P-AIP MOTION INCLUDING REVIEW AND REVISION OF SECOND SUPPLEMENTAL AIP ORDER WITH J. SHEEHAN AT COMPANY IN TROY (0.9).
BUTLER, JR. J	03/28/07	0.30	CONTINUE TO FOLLOW-UP ON MARCH 22ND OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: KEC-P-AIP MOTION INCLUDING REVIEW STAKEHOLDER COMMENTS TO DRAFT SECOND SUPPLEMENTAL AIP ORDER (0.3).
BUTLER, JR. J	03/29/07	0.20	FOLLOW-UP ON MARCH 22ND OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: KEC-P-AIP MOTION INCLUDING ENTRY OF SECOND SUPPLEMENTAL AIP ORDER (0.2).
		<b>15.60</b>	
HOGAN III AL	03/01/07	6.50	CONTINUE WORK ON AIP FILING, MULTIPLE TELECONFERENCES WITH WITNESSES AND DELPHI PERSONNEL CONCERNING DEVELOPMENT OF PLEADINGS AND DECLARATIONS, AND REVIEW AND EDITING OF PLEADINGS (6.5).
HOGAN III AL	03/02/07	5.20	CONTINUE PREPARATION FOR AIP FILING AND REVIEW AND EDITING OF PAPERS, AND MULTIPLE CONFERENCES WITH DECLARANTS AND FINANCE STAFF IN CONNECTION WITH SAME (5.2).
HOGAN III AL	03/08/07	0.30	REVIEW AP DRAFT AND COMMUNICATE WITH COUNSEL FOR US TRUSTEE IN CONNECTION WITH SAME (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

HOGAN III AL	03/09/07	0.70	EDIT AIP PAPERS, AND DISCUSSION WITH M. WEBER IN CONNECTION WITH SAME (0.7).
HOGAN III AL	03/12/07	4.30	FINAL REVIEW OF AIP PAPERS, AND COORDINATE FILING OF SAME, INCLUDING DISCUSSION WITH COUNSEL FOR UCC (4.3).
HOGAN III AL	03/13/07	0.30	ADDRESS AIP QUESTIONS CONCERNING PAYOUT CURVES (0.3).
HOGAN III AL	03/14/07	0.20	COMMUNICATE WITH COUNSEL FOR UCC RE: PAYOUT CURVES IN CONNECTION WITH AIP (0.2).
HOGAN III AL	03/16/07	0.80	ADDRESS AIP QUESTIONS AND ISSUES (0.8).
HOGAN III AL	03/19/07	2.70	REVIEW AIP OBJECTIONS AND PLAN FOR RESPONSE AND CONTESTED HEARING ON SAME (2.7).
HOGAN III AL	03/20/07	3.40	PREPARE FOR AND CONDUCT MEET AND CONFER CONFERENCE WITH RESPECT TO AIP AND UNION OBJECTIONS THERETO (1.2); REVIEW OBJECTION CHART AND FORMULATE MAIN POINTS OF REPLY, INCLUDING REVIEW OF EVIDENTIRY MATERIAL (2.2).
HOGAN III AL	03/21/07	5.30	FINALIZE AIP REPLY PAPERS (0.8); CONDUCT PREPARATION MEETINGS FOR AIP CONTESTED HEARING, AND FINALIZE EVIDENTIARY AND HEARING PREPARATIONS (4.5).
HOGAN III AL	03/22/07	6.50	ATTEND OMNIBUS HEARING IN BANKRUPTCY COURT, AND ADDRESS ISSUES CONCERNING ENTRY OF ORDERS WITH RESPECT TO AIP AND LEAD PLAINTIFF MATTERS (6.5).
HOGAN III AL	03/23/07	0.80	REVIEW AIP ORDER, AND TELECONFERENCE WITH J. SHEEHAN AND N. CAMPANARIO IN CONNECTION WITH SAME (0.8).
HOGAN III AL	03/26/07	0.80	ADDRESS ISSUES WITH RESPECT TO PROPOSED AIP ORDER (0.8).
HOGAN III AL	03/27/07	0.30	DISCUSSION WITH CLIENT REGARDING AIP ORDER AND POTENTIAL RESOLUTION OF SAME (0.3).
HOGAN III AL	03/28/07	0.80	COMMUNICATE WITH COUNSEL FOR CREDITORS COMMITTEE AND UNIONS CONCERNING AIP ORDER, AND UPDATE CLIENT WITH RESPECT TO SAME (0.8).
HOGAN III AL	03/29/07	0.40	FINALIZE AIP ORDER AND ENTRY OF SAME (0.4).

39.30

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

LEFF NM	03/06/07	2.50	COMP. COMM. CONFERENCE CALL; REVIEW EMPLOYMENT AGREEMENT AND CIC AGREEMENT (2.5) .
LEFF NM	03/07/07	0.40	TELECONFERENCE WITH M. WEBER RE: REVISIONS TO EMPLOYMENT K AND CIC AGREEMENT (0.4) .
LEFF NM	03/08/07	1.70	FINALIZE REVISED EMPLOYMENT AND CIC AGREEMENTS (1.7) .
LEFF NM	03/14/07	0.80	SERP/409A ISSUES WITH N. BUBNOVITCH (0.8) .
LEFF NM	03/16/07	1.20	REVIEW COMMENTS RE: EMPLOYMENT AND CIC AGREEMENTS AND SERP (1.2) .
LEFF NM	03/19/07	1.60	REVISIONS TO EMPLOYMENT AND CIC AGREEMENTS (1.6) .
LEFF NM	03/20/07	0.20	DISTRIBUTION OF REVISED AGREEMENTS (0.2) .
LEFF NM	03/25/07	1.50	REVIEW MATERIALS FOR COMPENSATION COMMITTEE MEETING AND REVISED EMPLOYMENT AND CIC AGREEMENTS (1.5) .
		<b>9.90</b>	
MARAFIOTI KA	03/01/07	1.90	REVIEW AND REVISE SECOND SUPPLEMENT TO AIP MOTION (0.7) , SUPPORTING DECLARATION OF J. SHEEHAN (0.4) , BUBNOVICH SUPPORTING DECLARATION (0.4) , AND NAYLOR SUPPORTING DECLARATION (0.4) .
MARAFIOTI KA	03/02/07	0.60	FINAL REVIEW OF AIP MOTION (0.3) AND SHEEHAN, BUBNOVICH, AND NAYLOR DECLARATIONS (0.3) .
MARAFIOTI KA	03/07/07	0.10	REVIEW CORRESPONDENCE RE: AIP (0.1) .
MARAFIOTI KA	03/20/07	0.10	REVIEW UAW OBJECTION TO AIP MOTION (0.1) .
MARAFIOTI KA	03/21/07	0.20	REVIEW OMNIBUS REPLY TO AIP MOTION (0.2) .
MARAFIOTI KA	03/22/07	0.10	CORRESPONDENCE RE: AIP ORDER (0.1) .
MARAFIOTI KA	03/28/07	0.10	UPDATE RE: STATUS OF AIP ORDER (0.1) .
		<b>3.10</b>	
<b>Total Partner</b>		<b>67.90</b>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/02/07	0.80	CONSIDER VARIOUS AIP MOTION MATTERS AND CORRESPONDENCE WITH UNSECURED CREDITORS COMMITTEE RE: SAME (0.8).
MATZ TJ	03/12/07	0.50	REVIEW '07 AIP FILING AND FILING MATTERS (0.5).
MATZ TJ	03/16/07	2.00	TELECONFERENCE WITH U.S. TRUSTEE RE: KECP SUPPLEMENTAL, DECLARATIONS (0.4); FORWARDING SAME TO U.S. TRUSTEE (0.2); TELECONFERENCE WITH B. CECOTTI RE: KECP SUPPLEMENTAL DECLARATIONS (0.2); CORRESPONDENCE WITH B. CECOTTI RE: SAME (0.3); FORWARD SAME TO B. CECOTTI (0.1); FURTHER TELECONFERENCE WITH B. CECOTTI RE: SAME (0.3); FURTHER CORRESPONDENCE WITH B. CECOTTI RE: SAME (0.3); FOLLOW UP TELECONFERENCE WITH B. CECOTTI RE: KECP SUPPLEMENTAL DECLARATION (0.2).
MATZ TJ	03/20/07	0.70	TELECONFERENCE WITH U.S. TRUSTEE KECP MOTION FOR 3/22 HEARING (0.2); REVIEW KECP OBJECTIONS FROM UNIONS (0.3); FURTHER TELECONFERENCE WITH U.S. TRUSTEE RE: SAME (0.2).
MATZ TJ	03/28/07	0.20	FOLLOW UP WITH D. GANITSKY RE: AIP ORDER (0.1); REVIEW VOICEMAIL MESSAGE FROM LOEB RE: SAME (0.1).
MATZ TJ	03/29/07	1.90	TELECONFERENCE WITH T. RIEDEL (OMBUCKMAN) RE: J. SPIALEK (0.5); CORRESPONDENCE TO B. SAX RE: SAME (0.2); TELECONFERENCE WITH B. SAX RE: SAME (0.1); FOLLOW UP TELECONFERENCE WITH T. RIEDEL RE: SAME (0.3) REVIEW FINAL VERSION OF 3/22 AIP ORDER AND REVISIONS (0.3); FORWARD TO CHAMBERS (0.2); TELECONFERENCE WITH CHAMBERS RE: AIP ORDER REVISIONS (0.2); TELECONFERENCE WITH A. HOGAN RE: SAME (0.1).
MATZ TJ	03/30/07	0.20	CORRESPONDENCE WITH J. PETERSEN RE: J. SPIALEK MATER (0.2).
		<b>6.30</b>	
<b>Total Counsel</b>		<b>6.30</b>	
CAMPANARIO ND	03/05/07	3.10	REVIEW SECOND SUPPLEMENT TO KECP MOTION AND RELATED PAPERS (3.1).
CAMPANARIO ND	03/06/07	2.30	REVISE SECOND SUPPLEMENT TO KECP MOTION FOR DELIVERY TO U.S. TRUSTEE (2.3).
CAMPANARIO ND	03/08/07	3.30	REVISE PAPERS RELATED TO SECOND SUPPLEMENT TO KECP MOTION (3.3).
CAMPANARIO ND	03/09/07	3.80	REVISE SECOND SUPPLEMENT TO KECP MOTION AND RELATED PAPERS (3.8).
CAMPANARIO ND	03/12/07	1.30	EDIT SECOND SUPPLEMENT TO KECP MOTION AND RELATED PAPERS AND PREPARE DOCUMENTS FOR FILING AND SERVICE (1.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

CAMPANARIO ND	03/14/07	1.70	ANALYZE CORRECTED PAYOUT CURVES RE: SECOND SUPPLEMENT TO KECP MOTION (0.6) AND PREPARE EXHIBITS FOR HEARING ON SAME (1.1) .
CAMPANARIO ND	03/19/07	10.50	PREPARE FOR HEARING ON SECOND SUPPLEMENT TO KECP MOTION (3.6) ; REVIEW OBJECTIONS TO SAME (3.4) ; DRAFT CHART SUMMARIZING OBJECTIONS AND RESPONSES TO OBJECTIONS (3.5) .
CAMPANARIO ND	03/20/07	15.70	PREPARE FOR AND ATTEND MEET AND CONFER WITH OBJECTORS TO SECOND SUPPLEMENT TO KECP MOTION (1.0) ; SELECT HEARING EXHIBITS RE: SAME (2.2) ; DRAFT OMNIBUS REPLY TO OBJECTIONS TO SAME (12.5) .
CAMPANARIO ND	03/21/07	9.00	UPDATE SCRIPT FOR HEARING ON SECOND SUPPLEMENT TO KECP MOTION (0.8) ; REVISE OMNIBUS REPLY TO OBJECTIONS TO SAME (0.4) ; PREPARE WITNESSES FOR HEARING ON SAME (2.5) ; PREPARE FOR HEARING ON SAME (5.3) .
CAMPANARIO ND	03/22/07	6.10	PREPARE FOR HEARING ON SECOND SUPPLEMENT TO KECP MOTION (2.4) AND ATTEND SAME (3.0) ; REVISE FORM OF SECOND SUPPLEMENTAL AIP ORDER (0.7) .
CAMPANARIO ND	03/23/07	0.50	REVISE FORM OF SECOND SUPPLEMENTAL AIP ORDER (0.2) ; TELECONFERENCE WITH A. HOGAN, J. SHEEHAN, AND T. LEWIS RE: SAME (0.3) .
CAMPANARIO ND	03/26/07	0.20	REVISE FORM OF SECOND SUPPLEMENTAL AIP ORDER (0.2) .
		<b>57.50</b>	
FERN BM	03/01/07	10.20	ORGANIZE DOCUMENTS RE: AIP (0.3) ; EMAIL TO J. SHEEHAN, D. SHERBIN, M. WEBER, AND S. CORCORAN RE: AIP (0.2) ; TELECONFERENCE WITH D. ALEXANDER RE: SAME (0.2) ; FORMULATE STRATEGY RE: AIP FOR 1H 2007 (1.9) ; REVISE DECLARATIONS FOR AIP FILING (4.5) ; TELECONFERENCE WITH M. WEBER RE: AIP (0.5) ; TELECONFERENCE WITH D. ALEXANDER RE: AIP (0.5) ; ADDITIONAL REVISIONS TO AIP PLEADINGS (1.1) ; CONTINUE TO REVISE PLEADINGS RE: AIP (1.0) .
FERN BM	03/02/07	8.20	TELECONFERENCE WITH J. SHEEHAN RE: AIP (0.5) ; MULTIPLE EMAILS TO/FROM B. SAX RE: AIP (0.3) ; REVISE AIP PRESENTATION SLIDES (0.2) ; REVISE AIP PLEADINGS (3.7) ; MULTIPLE EMAILS TO/FROM D. ALEXANDER RE: AIP (0.4) ; TELECONFERENCE WITH T. LEWIS RE: AIP (0.2) ; ADDITIONAL REVISIONS TO AIP PLEADINGS (2.9) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/09/07	5.30	REVIEW ISSUES RE: SEGMENT REPORTING (0.2); TELECONFERENCE WITH M. WEBER RE: PAYOUT CURVES (0.2); ATTENTION TO ISSUES RE: SAME (0.4); DRAFT FEE APPLICATION SUMMARY RE: EMPLOYEE MATTERS (0.6); REVIEW PAYOUT CURVES (0.2); REVIEW AND COMMENT ON REVISED AIP PLEADINGS (1.3); ATTENTION TO EXHIBITS TO AIP PLEADINGS (0.3); EMAILS TO/FROM N. BUBNOVICH RE: AIP (0.3); ADDITIONAL ATTENTION TO EXHIBITS TO AIP (0.7); TELECONFERENCE WITH D. ALEXANDER RE: STATUS OF AIP (0.2); ATTENTION TO ISSUES RE: AIP (0.9).
FERN BM	03/10/07	0.70	ATTENTION TO ISSUES RE: TERMS OF AIP FOR FIRST HALF 2007 (0.7).
FERN BM	03/11/07	0.90	EMAILS TO/FROM J. SHEEHAN RE: AIP FOR 1H 2007 (0.3); REVIEW AND COMMENT ON AIP PLEADINGS (0.6).
FERN BM	03/12/07	10.80	TELECONFERENCE WITH J. SHEEHAN RE: AIP (0.3); EMAILS TO/FROM C. NAYLOR RE: AIP (0.2); TELECONFERENCE WITH D. ALEXANDER RE: STATUS OF AIP AND SERVICE (0.3); REVIEW AND REVISE AIP PLEADINGS (1.1); ATTENTION TO ISSUES IN PREPARATION FOR FILING AIP (1.3); EMAILS TO/FROM C. NAYLOR RE: AIP DECLARATION (0.4); EMAILS TO/FROM N. BUBNOVICH RE: AIP DECLARATION (0.2); REVIEW AND REVISE AIP PLEADINGS (3.1); ATTENTION TO DOCUMENTS IN PREPARATION FOR FILING AIP DOCUMENTS (2.8); ATTENTION TO ISSUES RE: AIP (0.7); EMAIL TO T. LAURIA, G. BRAY, AND OTHERS RE: AIP (0.2); EMAIL TO M. KESSLER AND J. TENNENBAUM RE: AIP (0.2).
FERN BM	03/13/07	1.10	EMAILS TO/FROM D. PETTYES RE: AIP (0.5); ATTENTION TO ISSUES RE: TERMS OF AIP (0.6).
FERN BM	03/14/07	0.60	REVIEW ISSUES RE: AIP (0.6).
FERN BM	03/15/07	3.80	DRAFT SCRIPT FOR AIP HEARING (3.8).
FERN BM	03/16/07	1.10	REVIEW ISSUES RE: HEARING ON AIP (0.3); ATTENTION TO ISSUES RE: SERVICE OF AIP DECLARATIONS (0.6); TELECONFERENCE WITH E. GERSHBEIN RE: SAME (0.2).
FERN BM	03/19/07	0.30	REVIEW OBJECTIONS TO AIP (0.3).
FERN BM	03/20/07	0.80	REVIEW AND COMMENT ON AIP OBJECTION CHART (0.2); FORMULATE STRATEGY RE: AIP EXHIBITS (0.4); EMAILS TO/FROM N. BUBNOVICH RE: AIP (0.2).



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/21/07	0.50	ATTENTION TO ISSUES RE: TERMS OF AIP ORDER (0.2) ; REVIEW OMNIBUS REPLY TO AIP OBJECTIONS (0.3) .
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FERN BM	03/27/07	0.70	REVIEW TRANSCRIPT FROM AIP HEARING (0.7) .
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45.00

MEISLER RE	03/19/07	2.60	REVIEW PLEADINGS RE: KECF IN PREPARATION FOR 3/22 HEARING (2.3) ; REVIEW AND COMMENT ON SCRIPT RE: SAME (0.3) .
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MEISLER RE	03/21/07	0.30	REVIEW AND REVISE SCRIPT RE: KECF (0.3) .
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2.90

SCHOHN E	03/19/07	0.60	REVISE SEVERANCE AND CIC AGREEMENTS (0.6) .
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SCHOHN E	03/25/07	0.70	REVISE EMPLOYMENT AND SEVERANCE AGREEMENTS (0.7) .
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1.30

<b>Total Associate</b>		<b>106.70</b>	
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<del>CHAVALI A</del>	<del>03/12/07</del>	<del>1.50</del>	<del>PREPARE SPECIAL PARTIES LIST FOR KECF FILING (0.6) ; PREPARE DOCUMENTS FOR KECF FILING (0.7) ; COORDINATE SERVICE OF KECF PLEADING (0.2) .</del>
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<del>CHAVALI A</del>	<del>03/29/07</del>	<del>1.40</del>	<del>CREATE EXCERPTS OF TRANSCRIPT FROM THE KECF HEARING AND DISTRIBUTE (1.4) .</del>
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~~2.90~~

ROSEN R	03/01/07	0.20	REVIEW SERVICE PREPARATIONS, SERVICE LISTS WITH E. GERSHBEIN, KCC RE: UPCOMING KECF SUPPLEMENT FILING (0.2) .
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ROSEN R	03/02/07	0.30	REVIEW EMAIL SERVICE PROCEDURES, REQUIREMENTS WITH E. GERSHBEIN, KCC RE: UPCOMING KECF SUPPLEMENT FILING (0.3) .
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ROSEN R	03/09/07	0.30	REVIEW SERVICE PREPARATION STATUS RE: UPCOMING SECOND SUPPLEMENT TO KECF (AIP) FILING WITH E. GERSHBEIN, KCC (0.3) .
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ROSEN R	03/12/07	0.90	COORDINATE WITH TEAM ATTORNEY, E. GERSHBEIN, KCC RE: SERVICE AND COMPLETION RE: SAME OF SECOND SUPPLEMENT TO KECF (AIP) (0.9) .
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ROSEN R	03/16/07	0.60	INVESTIGATION, RESEARCH, COMPILE FEBRUARY AND JULY 2006 KECF JOINT EXHIBIT BINDERS FOR SUBMITTAL TO TEAM ATTORNEYS FOR POTENTIAL USE RE: 3/22 KECF (AIP) HEARING MATTER (0.6) .
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2.30

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

<del>ZSOLDOS AF</del>	<del>03/19/07</del>	<del>0.20</del>	<del>COORDINATE SERVICE AND ELECTRONIC FILING PREPARATIONS FOR KECP REPLY (0.2).</del>
<del>ZSOLDOS AF</del>	<del>03/20/07</del>	<del>0.60</del>	<del>COORDINATE PRODUCTION (0.2) AND REVIEW DEMONSTRATIVES (0.4) FOR KECP HEARING.</del>
<del>ZSOLDOS AF</del>	<del>03/21/07</del>	<del>1.60</del>	<del>PREPARE AND THEN UPDATE KECP JOINT EXHIBIT BINDERS (1.6).</del>
		<del>2.40</del>	
Total Legal Assistant		7.60	
TOTAL TIME		<u>188.50</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Employee Matters (General)

Bill Date: 04/30/07  
Bill Number: 1156504

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	03/06/07	Copy Center, D	8.00
In-house Reproduction	03/09/07	Copy Center, D	25.30
In-house Reproduction	03/20/07	Copy Center, D	120.61
In-house Reproduction	03/20/07	Copy Center, D	186.41
In-house Reproduction	03/21/07	Copy Center, D	649.45
In-house Reproduction	03/23/07	Copy Center, D	321.32
In-house Reproduction	03/30/07	Copy Center, D	77.91
<b>TOTAL IN-HOUSE REPRODUCTION</b>			<b>\$1,389.00</b>
Telephone Expense-ECRS only	03/30/07	Telecommunications, D	2.43
Telephone Expense-ECRS only	03/30/07	Telecommunications, D	6.25
Telephone Expense-ECRS only	03/30/07	Telecommunications, D	0.59
Telephone Expense-ECRS only	03/30/07	Telecommunications, D	0.27
Telephone Expense-ECRS only	03/30/07	Telecommunications, D	2.46
<b>TOTAL TELEPHONE EXPENSE-ECRS ONLY</b>			<b>\$12.00</b>
Westlaw	03/20/07	Campanario ND	55.00
<b>TOTAL WESTLAW</b>			<b>\$55.00</b>
Reproduction - color	03/20/07	Copy Center, D	9.00
Reproduction - color	03/21/07	Copy Center, D	253.00
Reproduction - color	03/23/07	Copy Center, D	593.00
Reproduction - color	03/30/07	Copy Center, D	252.00
<b>TOTAL REPRODUCTION - COLOR</b>			<b>\$1,107.00</b>
Air/Rail Travel (external)	03/30/07	Connors CP	245.00
<b>TOTAL AIR/RAIL TRAVEL (EXTERNAL)</b>			<b>\$245.00</b>
Messengers/ Courier	03/24/07	Dist Serv/Mail/Page, D	23.00
<b>TOTAL MESSENGERS/ COURIER</b>			<b>\$23.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Printing to paper from TIF	03/19/07	Copy Center, D	0.71
Printing to paper from TIF	03/21/07	Copy Center, D	37.29
TOTAL PRINTING TO PAPER FROM TIF			\$38.00
TOTAL MATTER			\$2,869.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Employee Matters (General)

Bill Date: 05/31/07

Bill Number: 1158919

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/02/07	0.30	RECEIVE AND EVALUATE WATSON WYATT DRAFT FINAL REPORT (0.3).
BUTLER, JR. J	04/04/07	0.40	CONTINUE TO REVIEW WATSON WYATT DRAFT FINAL REPORT (0.2); EMAILS FROM/TO C. NAYLOR, M. WEBER AND D. SHERBIN RE NEXT STEPS (0.2).
BUTLER, JR. J	04/12/07	0.40	REVIEW EMAILS FROM C. NAYLOR RE: COMPENSATION COMMITTEE MATTERS RELATING TO EXECUTIVE COMPENSATION DESIGN (0.2); REVIEW CIC ISSUES (0.2).
BUTLER, JR. J	04/25/07	0.20	FOLLOW-UP ON EXPENSE REIMBURSEMENT AND RELATED PROTOCOL FOR SENIOR MANAGEMENT PERSONAL COUNSEL TO REVIEW COMPETITIVE PROGRAM DESIGN AND RELATED MATTERS (0.2).
		<b>1.30</b>	
LEFF NM	04/04/07	1.10	REVISIONS TO CIC AND EMPLOYMENT AGREEMENTS.
LEFF NM	04/12/07	0.30	QUESTION FROM D. SHERBIN AND C. NAYLOR.
LEFF NM	04/27/07	0.70	REVIEW ISSUES LIST (0.7).
LEFF NM	04/28/07	0.10	REVIEW ISSUES LIST (0.1).
		<b>2.20</b>	
LYONS JK	04/10/07	3.30	REVIEW OF EMPLOYEE SERP PAYMENT ISSUE WITH S. GALE AND PREPARATION FOR THE SAME INCLUDING REVIEW OF DOCUMENTS (3.3).
LYONS JK	04/20/07	2.30	REVIEW OF BRITISH EMPLOYEE SERP MATTER INCLUDING FIRST DAY WAGES AUTHORITY AND OTHER ISSUES (2.3).
		<b>5.60</b>	
<b>Total Partner</b>		<b>9.10</b>	
WHARTON JN	04/02/07	0.50	ANALYZE PENSION ISSUE RELATING TO FORMER EXECUTIVE (0.5).
WHARTON JN	04/03/07	0.50	ANALYZE ISSUE RE: SERP PAYMENTS (0.5).
WHARTON JN	04/09/07	0.50	ANALYZE DOCUMENTS RELATING TO SERP ISSUE (0.5).
WHARTON JN	04/10/07	1.00	TELECONFERENCE WITH S. GALE OF DELPHI RE: PENSION ISSUE RELATING TO FORMER EMPLOYEE (0.6) AND REVIEW DOCUMENTS RE: SAME (0.4).
		<b>2.50</b>	
<b>Total Associate</b>		<b>2.50</b>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

**TOTAL TIME**

**11.60**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Employee Matters (General)

Bill Date: 05/31/07  
Bill Number: 1158919

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	04/06/07	Copy Center, D	118.82
In-house Reproduction	04/10/07	Copy Center, D	15.18
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$134.00</b>
Messengers/ Courier	04/01/07	Arrow Messenger Svc	49.00
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$49.00</b>
		<b>TOTAL MATTER</b>	<b>\$183.00</b>

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Employee Matters (General)

Bill Date: 06/30/07  
Bill Number: 1166514

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/08/07	0.30	EMAILS FROM/TO K. BUTLER AND D. BODKIN RE: EMPLOYEE COMMUNICATIONS MATTERS (0.3).
BUTLER, JR. J	05/12/07	0.20	FOLLOW-UP ON GM, INDUSTRY AND COMPETITIVE PEER GROUP SEVERANCE PROVISIONS (0.2).
BUTLER, JR. J	05/18/07	0.90	PREPARE FOR (0.2) AND PARTICIPATE IN (0.7) TELECONFERENCE WITH M. WEBER, J. SHEEHAN, D. ALEXANDER, D. SHERBIN ET AL. RE: SERP MATTERS.
		<b>1.40</b>	
LEFF NM	05/01/07	1.50	REVIEW DRAFT COMPENSATION DOCUMENTS RELATED TO REORGANIZATION (1.5).
LEFF NM	05/03/07	1.30	WORKING GROUP CALLS RE: PLAN (1.3).
LEFF NM	05/04/07	2.10	CONFERENCE CALLS RE: EXECUTIVE COMPENSATION MATTERS (2.1).
LEFF NM	05/05/07	1.60	REVIEW AIP, LTIP AND PLAN INVESTOR PRESENTATION (1.6).
LEFF NM	05/06/07	0.70	REVIEW MATERIALS AND PLANS (0.7).
LEFF NM	05/07/07	1.40	REVIEW DRAFT SERP (1.4).
LEFF NM	05/08/07	0.80	REVIEW DRAFT DISCLOSURE DOCUMENT (0.8).
LEFF NM	05/11/07	0.60	EVALUATE SERP AND RSU ISSUES (0.6).
LEFF NM	05/12/07	0.80	REVIEW GM AGREEMENTS (0.8).
LEFF NM	05/13/07	0.70	RSU AND SERP ISSUES - REVIEW DOCUMENTS (0.7).
LEFF NM	05/14/07	1.00	SERP TELECONFERENCE (1.0).
LEFF NM	05/15/07	1.10	EVALUATE SERP ISSUES (1.1).
LEFF NM	05/17/07	2.40	ANALYZE SERP ISSUES (2.4).
LEFF NM	05/18/07	1.70	TELECONFERENCE RE: SERP ISSUES (1.7).
LEFF NM	05/24/07	1.30	WORKING GROUP CONFERENCE CALL RE: SERP ISSUES (1.3).
LEFF NM	05/30/07	2.60	DRAFT LTIP AND AIP (2.6).
LEFF NM	05/31/07	0.80	REVISE CIC AGREEMENTS (0.8).

**22.40**



SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/02/07	0.40	REVIEW AND RESPOND TO CORRESPONDENCE RE: RSUS (0.4).
MEISLER RE	05/03/07	1.30	CONFERENCE WITH B. SAX AND D. ALEXANDER RE: SERP AND OTHER EXEC COMP ISSUES (0.7); DRAFT NOTES RE: SAME (0.3); CONTINUED CORRESPONDENCE RE: RSUS (0.3).
MEISLER RE	05/04/07	0.30	REVIEW OPEB IMPACT AND STATUTORY MECHANICS (0.3).
MEISLER RE	05/14/07	0.20	REVIEW AND PRELIMINARY ANALYSIS RE: SERP CLAIMS (0.2).
MEISLER RE	05/15/07	1.20	CONTINUE ANALYSIS OF SERP CLAIMS (0.8); TELECONFERENCE WITH D. ALEXANDER RE: SAME (0.4).
MEISLER RE	05/16/07	0.40	CONTINUE TO REVIEW AND ANALYSIS OF SERP MATTERS (0.4).
MEISLER RE	05/17/07	4.00	CONTINUE ANALYSIS OF SERP TREATMENT (2.0); DRAFT CORRESPONDENCE RE: SAME (0.1); TELECONFERENCE WITH D. ALEXANDER RE: SAME (0.3); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.2); TELECONFERENCE WITH N. YOUNG AND Y. PARK RE: SAME (0.6); CONTINUE ANALYSIS RE: SAME (0.8).
MEISLER RE	05/18/07	3.20	CONTINUE ANALYSIS OF SERP (2.2); TELECONFERENCE WITH D. ALEXANDER, J. SHEEHAN, D. SHERBIN, M. WEBER, S. GEBBIA, S. CORCORAN RE: SAME (0.7); FOLLOW UP RE: SAME (0.3).
MEISLER RE	05/21/07	0.20	CONTINUE ANALYSIS OF SERP (0.2).
MEISLER RE	05/23/07	0.20	DRAFT CORRESPONDENCE RE: SERP ANALYSIS (0.2).
		<b>11.40</b>	
<b>Total Partner</b>		<b>35.20</b>	
CAMPANARIO ND	05/16/07	4.90	UPDATE LEGAL RESEARCH ON EMERGENCE PERFORMANCE PAYMENTS FOR KEY EMPLOYEES (4.9).
CAMPANARIO ND	05/17/07	3.70	COMPLETE UPDATING LEGAL RESEARCH RE: EMERGENCE PERFORMANCE PAYMENTS FOR KEY EMPLOYEES (3.7).
		<b>8.60</b>	

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HOUSTON BM	05/30/07	1.60	RESEARCH AND ANALYZE ABILITY TO REIMBURSE DEFENSE EXPENSES UNDER FIRST DAY MOTIONS OR ORDERS (1.1); DRAFT SUMMARY REPORT OF FINDINGS (0.5).
HOUSTON BM	05/31/07	2.20	TELECONFERENCE WITH B.TELGEN RE: DAVIS MATTER (0.7); REVIEW EMAIL AND ANALYZE DOCUMENTS FROM B.TELGEN RE: SAME (0.9); PREPARE SUMMARY REPORT RE: DAVIS MATTER (0.6).
		<b>3.80</b>	
HOWE EJ	05/14/07	3.10	RESEARCH PRECEDENT RE: SERP AND SUPPLEMENTAL BAR DATES (3.1).
HOWE EJ	05/15/07	3.40	REVIEW SERP AND BEGIN RESEARCH RE: SAME (3.4).
HOWE EJ	05/16/07	1.70	CONTINUE SERP RESEARCH (1.2); REVISE MEMORANDUM RE: CURE AMOUNTS RESEARCH (0.5).
HOWE EJ	05/17/07	6.70	CONTINUE SERP RESEARCH (6.7).
HOWE EJ	05/18/07	8.30	CONTINUE RESEARCH RE: SERP (4.3); PREPARE FOR (2.1) AND PARTICIPATE IN CONFERENCE CALL WITH D. ALEXANDER, D. SHERBIN, S. CORCORAN ET. AL. RE: SERP (0.3); FOLLOW UP REVIEW OF SERP DATA (0.5); REVISE MEMORANDUM RE: CURE COSTS RESEARCH (1.1).
		<b>23.20</b>	
PARK YM	05/01/07	3.00	REVIEW PLAN DOCUMENTS; TELECONFERENCE (3.0).
PARK YM	05/02/07	3.80	REVIEW OF RSO AWARDS; REVIEW PLAN DOCUMENTS (3.8).
PARK YM	05/03/07	2.60	REVIEW OF RSU AWARDS; REVIEW OF PLAN DOCUMENTS (2.6).
PARK YM	05/04/07	5.10	TELECONFERENCE; REVIEW OF PLAN DOCUMENTS; REVIEW OF AWARD AGREEMENTS (5.1).
PARK YM	05/06/07	2.20	RESEARCH AWARD AGREEMENTS; DRAFT DISCLOSURE RIDERS (2.2).
PARK YM	05/07/07	9.30	DRAFT DISCLOSURE RIDERS (9.3).
PARK YM	05/08/07	6.10	DRAFT DISCLOSURE RIDERS (6.1).
PARK YM	05/09/07	3.70	DRAFT LTIP AND AIP (3.7).
PARK YM	05/10/07	1.00	REVIEW OF RSUS (1.0).
PARK YM	05/11/07	2.20	REVIEW OF SERP (2.2).
PARK YM	05/13/07	3.70	REVIEW OF SERP AND RSU (2.8); DRAFT EMAIL SUMMARY (0.9).
PARK YM	05/14/07	0.80	REVIEW OF SERP (0.8).

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PARK YM	05/15/07	1.60	REVIEW OF SERP (1.6).
PARK YM	05/16/07	3.80	REVIEW OF SERP MATERIALS (3.8).
PARK YM	05/17/07	6.10	REVIEW OF SERP CONSEQUENCES (6.1).
PARK YM	05/18/07	5.70	REVIEW OF SERP CONSEQUENCES (5.7).
PARK YM	05/21/07	3.90	REVISE LTIP AND AIP (3.9).
PARK YM	05/23/07	1.60	DRAFT SERP LANGUAGE (1.6).
PARK YM	05/24/07	1.20	REVIEW OF SERP (1.2).
PARK YM	05/30/07	1.80	REVIEW OF LTIP AND AIP (1.8).
PARK YM	05/31/07	3.00	REVISE SERP (3.0).
		<b>72.20</b>	
<b>Total Associate</b>		<b>107.80</b>	
<b>TOTAL TIME</b>		<b><u>143.00</u></b>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)  
Employee Matters (General)

Bill Date: 06/30/07  
Bill Number: 1166514

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	05/22/07	Copy Center, D	18.00
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$18.00</b>
Telephone Expense-ECRS only	05/31/07	Telecommunications, D	2.85
Telephone Expense-ECRS only	05/31/07	Telecommunications, D	6.42
Telephone Expense-ECRS only	05/31/07	Telecommunications, D	0.43
Telephone Expense-ECRS only	05/31/07	Telecommunications, D	0.32
Telephone Expense-ECRS only	05/31/07	Telecommunications, D	0.96
Telephone Expense-ECRS only	05/31/07	Telecommunications, D	0.02
		<b>TOTAL TELEPHONE EXPENSE-ECRS ONLY</b>	<b>\$11.00</b>
Westlaw	05/17/07	Campanario ND	69.00
		<b>TOTAL WESTLAW</b>	<b>\$69.00</b>
		<b>TOTAL MATTER</b>	<b>\$98.00</b>